

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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JOLLY ROGER OFFSHORE FUND LTD and	:
JOLLY ROGER FUND LP, Individually, and	:
On Behalf of All Others Similarly Situated,	:
	:
Plaintiff,	:
	:
v.	:
	:
BKF CAPITAL GROUP, INC.,	:
GLENN A. AIGEN and JOHN A. LEVIN,	:
	:
Defendants.	:
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Electronically Filed

Civil Action No.: 1:07-cv-03923-RWS
(ECF Case)

Hon. Robert W. Sweet

**DECLARATION OF ALAN I. ELLMAN IN SUPPORT
OF THE MOTION OF THE JOLLY ROGER OFFSHORE FUND LTD AND JOLLY
ROGER FUND LP FOR APPOINTMENT AS LEAD PLAINTIFF AND APPROVAL OF
SELECTION OF LEAD COUNSEL**

Alan I. Ellman declares under penalty of perjury this day 17th day of July, 2007:

1. I am an associate with the law firm of Labaton Sucharow & Rudoff LLP. I submit this declaration in support of the motion of the Jolly Roger Offshore Fund LTD and Jolly Roger Fund LP (the "Jolly Roger Funds") for appointment of lead plaintiff and for approval of selection of lead counsel.

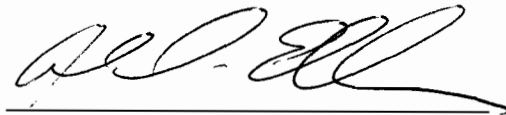
2. Attached hereto as Exhibit A is a true and correct copy of the signed certification of the Jolly Roger Funds pursuant to the requirements of the Private Securities Litigation Reform Act of 1995. 15 U.S.C. §78u-4(a)(2).

3. Attached hereto as Exhibit B is a true and correct copy of a chart of the Jolly Roger Funds' transactions and approximate losses in BKF securities.

4. Attached hereto as Exhibit C is a true and correct copy of the notice to class members concerning the first-filed of the above-captioned actions that was published on May 18, 2007 on *Prime Newswire*, advising the public of the pendency of a class action filed on behalf of shareholders of BKF Capital Group, Inc. ("BKF").

5. Attached hereto as Exhibit D is a true and correct copy of the firm resume of Labaton Sucharow & Rudoff LLP.

I hereby declare under penalty of perjury that the foregoing is true and correct.

A handwritten signature in black ink, appearing to read 'Alan I. Ellman', with a long horizontal flourish extending to the right.

ALAN I. ELLMAN (AE-7347)